

STATE MS. - DESOTO CO. *PK*

After Recording, Return To:
Richardson Consulting Group, Inc.
505A San Marin Drive, #110
Novato, CA 94945

JUN 12 3 51 PM '96

SPECIAL LIMITED POWER OF ATTORNEY

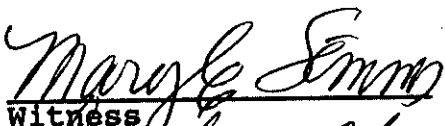
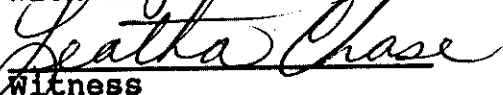

BK 72 PG 71
W.E. DAVIS CIL CLK.

KNOW ALL MEN BY THESE PRESENTS, that I, Hu A. Benton, Acting Deputy General Counsel for Business Activities of the Resolution Trust Corporation (RTC), pursuant to a Delegation of Authority of the Chief Executive Officer of the RTC, adopted on February 1, 1992 and amended as of May 7, 1992, August 17, 1992, November 10, 1992, September 15, 1993, July 11, 1994, July 15, 1994, and October 26, 1994, hereby appoint, authorize and empower the following persons listed on Exhibit A as attorneys-in-fact, to act individually on behalf of the RTC, acting in its capacity as conservator or receiver of the institutions listed in the attached Exhibit B, or in its corporate capacity as successor-in-interest to the RTC in its capacity as receiver, according to the following powers and terms:

To execute, individually and not jointly, any and all lost note affidavits, mortgage note endorsements and assignments of mortgage, deeds of trust and related documents, assignments of assignments of rents and leases and any document(s) necessary to assign, renew or continue U.C.C. financing statements from the institutions listed in the attached Exhibit B by and through the RTC acting in its capacity as conservator or receiver of said institutions or in its corporate capacity as successor-in-interest to the RTC in its capacity as receiver of said institutions, to The First National Bank of Chicago, as Trustee and/or as Collateral Agent, under that certain Pooling and Servicing Agreement dated as of December 1, 1995, for RTC Commercial Mortgage Pass-Through Certificates Series 1995-C2.

This Special Limited Power of Attorney shall be effective as of December 1, 1995 and shall continue through and including December 31, 1995.

IN WITNESS WHEREOF, the foregoing SPECIAL LIMITED POWER OF ATTORNEY was made and executed the 11th day of December, 1995.


Witness
Witness
Hu A. Benton
Acting Deputy General Counsel
Business Activities

Prepared by: Resolution Trust Corporation, Hu A. Benton, 1717 H Street NW,
Washington, DC 20006 202-416-6900

DISTRICT OF COLUMBIA

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SS.

On December 13th 1995, before me, the undersigned Notary Public, personally appeared Hu A. Benton, Acting Deputy General Counsel for Business Activities of the Resolution Trust Corporation, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument the person or the entity on behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

Terry L. Acker
Notary Signature

My Commission Expires:

July 31, 1999

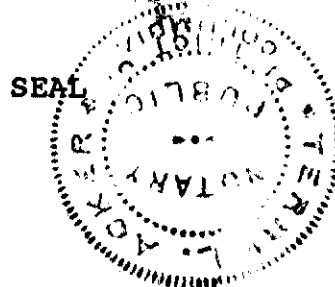


EXHIBIT A**Attorneys-In-Fact**

Barbara A. Chiapella
Monica Doxie
T. J. Long
Elliot Pinta
David Iannarone
Ann H. Smith
Gregory E. Moore
Le Roy D. Schoch
Kenneth J. Cavanaugh
C. Case
Carrie A. Rafferty
Jon W. Hosea

EXHIBIT "B"
(STATE OF MISSISSIPPI)

FIN #: 1266

OLD INSTITUTION: Security Savings and Loan Association

NEW INSTITUTION: Security Federal Savings and Loan Association